

This instrument prepared by:

P BK 93 PG 414

STATE MS. - DESOTO CO. 95

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Indexing Instructions: Lot 3, Revised
Final Plat of Lots 3 and 4, Goodman/I-55
Subdivision, in Section 25, Township 1
South, Range 8 West, City of Southaven,
DeSoto County, Mississippi, as shown by
plat appearing of record in Plat Book 58,
Page 16, in the office of the Chancery
Clerk of DeSoto County, Mississippi

TeleCorp Realty, L.L.C.
1010 North Glebe Road
Suite 800
Arlington, VA 22201
703-236-1100

BK 93 PG 414
W.E. DAVIS CH. CLK.

MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE, made this the 8th day of March, 2002, is a memorandum of the Site License Acknowledgement dated as of December 20, 2001, together with all amendments, exhibits and supplements thereto, by and between Crown Castle South, Inc., as Lessor, and TeleCorp Realty, L.L.C., as Lessee (the "Lease"), on the property located in DeSoto County, Mississippi and more particularly described on attached Exhibit "A" (the "Leased Premises"). In consideration of the mutual covenants contained in the Lease and other good and valuable considerations, the receipt and sufficiency of which are hereby acknowledged, Lessor hereby leases to Lessee the Leased Premises [together with a grant of easement for unrestricted rights of access thereto and for related electric and telephone facilities], as more specifically described in the Lease. The term of the Lease commences on December 14, 2001 (the Commencement Date as defined in the Lease) and expires on December 14, 2006, with four (4) additional five (5) year extension periods. The Lease contains various other clauses, terms and conditions affecting the rights of Lessor, Lessee and third parties. An executed original of the Lease is on file at the offices of the Lessor and Lessee.

IN WITNESS WHEREOF, the parties have executed this Memorandum of Lease as of the day and year first above written.

LESSOR: Crown Castle South, ^{LLC} Inc.

By: [Signature]
Name: Joseph W. Ernest
Title: Authorized Agent
Address: 370 Mallory Station Rd., Suite 505, Franklin, TN 37067
Phone: (615) 771-1240


Crown Castle South Inc., a Delaware corporation, was converted pursuant to Delaware law to Crown Castle South LLC, a Delaware limited liability company, effective December 31, 2001. The signatory of this document is an authorized officer of Crown Castle South LLC.

LESSEE:

TeleCorp Realty, L.L.C.

By: TeleCorp Communications, Inc.

Its: Managing Member

By:  _____

Name: **Ronald W. Keefe, Jr.**

Title: **Vice President**

Address: 1010 N. Glebe Rd. Arlington, VA 22201

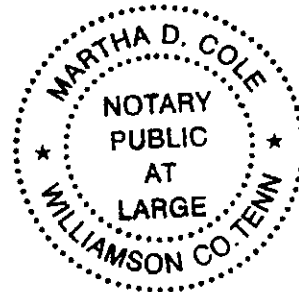
Phone: Ste. 800 (703) 236-1100

LESSOR ACKNOWLEDGEMENT:

STATE OF Tennessee
COUNTY OF Williamson

Personally appeared before me, the undersigned authority in and for said county and state, on this 6th day of March, 2002, within my jurisdiction, the within named Joseph W. Ernest, duly identified before me, who acknowledged that he/she is Authorized Agent of Crown Castle South LLC, a Delaware limited liability company, and that for and on behalf of said corporation, and as its act and deed, he/she executed the above and foregoing instrument, after first having been duly authorized by said corporation so to do.

Martha D Cole
NOTARY PUBLIC
My Commission Expires: 1-4-06



LESSEE'S ACKNOWLEDGEMENT:

COMMONWEALTH OF VIRGINIA
COUNTY OF ARLINGTON

Personally appeared before me, the undersigned authority in and for the Commonwealth of Virginia, County of Arlington, on this 8th day of March, 2002, within my jurisdiction, the within named Ronald N. Keet, duly identified before me, who acknowledged that he is Vice President of TeleCorp Realty, L.L.C., a limited liability formed in the State of Delaware and that for and on behalf of said company, and as its act and deed, he executed the above and foregoing instrument, after first having been duly authorized by said company so to do.

Leresa Fitzgerald
NOTARY PUBLIC
My Commission Expires: 5/31/03

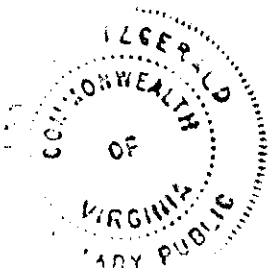


EXHIBIT A

Lot 3, Revised Final Plat of Lots 3 and 4, Goodman/I-55 Subdivision, in Section 25, Township 1 South, Range 8 West, City of Southaven, DeSoto County, Mississippi, as shown by plat appearing of record in Plat Book 58, Page 16, in the office of the Chancery Clerk of DeSoto County, Mississippi, being more particularly described as beginning at an iron pipe found in the center line of Hungry Fisherman Drive (Private Drive), said iron pipe being in the north line of Lot 2, Goodman/I-55 Subdivision; thence South 89°56'04" West and along the north line of Lot 2 a distance of 590.11 feet to an iron pipe found, said iron pipe being in the northeast line of Interstate 55; thence North 37°29'13" West and along the northeast line of Interstate 55 a distance of 171.36 feet to an iron pipe set; thence North 52°30'47" East a distance of 60.00 feet to an iron pipe set; thence South 89°03'43" East a distance of 428.85 feet to an iron pipe found, said iron pipe being in a south line of Lot 4; thence North 89°56'04" East and along a south line of Lot 4 a distance of 217.81 feet to a pk nail set, said pk nail being in the centerline of Hungry Fisherman Drive; thence South 00°03'56" East and along the said centerline a distance of 165.04 feet to the point of beginning. Containing 2.493 acres of land, more or less.

ALSO: A perpetual non-exclusive easement for ingress and egress across paved roadway known as Fisherman's Drive created by Warranty Deed and Easement recorded in Warranty Deed Book 465, Page 667, in the office of the Chancery Clerk of DeSoto County, Mississippi, and more particularly described by metes and bounds as follows, to-wit: BEGINNING at a point in the proposed west right-of-way of Fisherman's Drive and the north right-of-way of Goodman Road, said point being 375 feet east of a concrete right-of-way monument at the northeast corner of the intersection of the rights of way of Goodman Road and the northbound I-55 ramp; thence with said proposed Fisherman's Drive right-of-way North 8° 39' 13" West a distance of 209.79 feet to a point; thence North 1° 49' 43" West a distance of 654.23 feet to a point of curvature; thence with a curve to the left having a radius of 393.60 feet, a distance of 586.96 feet to a point of tangency, said point also being a point of taper; thence with taper North 79° 40' 40" West a distance of 151.33 feet to a point; thence North 87° 16' 20" West a distance of 210 feet to a point; thence North 2° 43' 40" East a distance of 50 feet to the proposed north right-of-way of Fisherman's Drive; thence with said proposed right-of-way South 87° 16' 20" East a distance of 210 feet to a point of taper; thence with said taper North 85° 08' 00" East a distance of 151.33 feet to a point of curvature; thence with a curve to the right having a radius of 483.60 feet, a distance of 721.18 feet to a point of tangency; thence South 1° 49' 43" East a distance of 648.87 feet to a point; thence South 8° 39' 13" East a distance of 209.79 feet to a point in the north right-of-way of Goodman Road; thence with said right-of-way South 88° 04' 42" West a distance of 90.04 feet to the point of beginning. Being situated in part of the Southwest Quarter of the Southeast Quarter of Section 25, Township 1 South, Range 8 West, Southaven, DeSoto County, Mississippi.

SIGNED FOR IDENTIFICATION:

Don S. Miller, Jr.
Don S. Miller, Jr., Member
C. Don Adams
C. Don Adams, Member

LESSOR INITIALS: DMLESSEE INITIALS: AD